

CLEARY GOTTlieb STEEN & HAMILTON LLP

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*Counsel to the Debtors
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**NOTICE OF FILING OF *REVISED*
DECLARATION OF PAUL M. KRIEGER
ON BEHALF OF KRIEGER LEWIN LLP IN
ACCORDANCE WITH THE ORDER AUTHORIZING
THE DEBTORS TO RETAIN AND COMPENSATE CERTAIN
PROFESSIONALS UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

PLEASE TAKE NOTICE that, on January 19, 2023 (the "Petition Date"), Genesis Global Holdco, LLC ("Holdco") and certain of its debtor affiliates, as debtors and debtors-in-possession in the above captioned chapter 11 cases (collectively, the "Debtors"), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the "Bankruptcy Code") with the United States Bankruptcy Court for the Southern District of New York (the "Court").

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 175 Greenwich Street, Floor 38, New York, NY 10007.

PLEASE TAKE FURTHER NOTICE that, on February 8, 2023, the Debtors filed *Debtors' Motion for Authority to Employ Professionals Used in the Ordinary Course of Business* Nunc Pro Tunc to the Petition Date, ECF No. 65 (the "OCP Motion").²

PLEASE TAKE FURTHER NOTICE that, on February 24, 2023, the Court entered the *Order Authorizing the Debtors to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business*, ECF No. 102 (the "OCP Order").

PLEASE TAKE FURTHER NOTICE that, on July 20, 2023, the Court modified the OCP Order to increase the OCP Monthly Cap to \$150,000 and the OCP Case Cap to \$500,000. See ECF No. 548.

PLEASE TAKE FURTHER NOTICE that, on January 19, 2024, the Court modified the OCP Order to increase the OCP Case Cap to \$1,000,000. See ECF No. 548.

PLEASE TAKE FURTHER NOTICE that, pursuant to the OCP Order, on December 21, 2023, the Debtors filed the *Notice of Filing of Declaration of Paul M. Krieger on Behalf of Krieger Kim & Lewin LLP in Accordance with the Order Authorizing the Debtors to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business*, ECF No. 1077 (the "Initial OCP Declaration"), notifying parties-in-interest of the retention of Krieger Kim & Lewin LLP (the "Ordinary Course Professional").

PLEASE TAKE FURTHER NOTICE that, on January 4, 2024, the objection deadline with respect to the retention of the Ordinary Course Professional passed with no objections to the Initial OCP Declaration having been timely filed or served such that the retention of the Ordinary Course Professional was approved pursuant to the OCP Order.

PLEASE TAKE FURTHER NOTICE that the Debtors hereby file a revised Initial OCP Declaration attached hereto as Exhibit A and a revised OCP Questionnaire attached hereto as Exhibit B, respectively, of the Ordinary Course Professional (Exhibit A and Exhibit B together, the "Revised OCP Declaration"), modifying the scope of the Ordinary Course Professional's retention.³ For the convenience of the Court and parties-in-interest, a redline of the Initial OCP Declaration marked against the Revised OCP Declaration is attached hereto as Exhibit C.

PLEASE TAKE FURTHER NOTICE that, pursuant to paragraph 2(d) of the OCP Order, any objection solely to the modifications of the Ordinary Course Professional's engagement, as set forth in the Revised OCP Declaration shall be made by **March 11, 2024 at 4:00 p.m. (prevailing Eastern Time)** (the "Objection Deadline"), which period may be extended with the consent of the Debtors without further order of the Court. Objections solely to the modifications of the Ordinary Course Professional's engagement, if any, shall be served upon the Ordinary Course Professional and the Notice Parties on or before the Objection Deadline. If an

² Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the OCP Motion.

³ Following the filing of the Initial OCP Declaration, the Ordinary Course Professional, formerly known as Krieger Kim & Lewin LLP, is now known as Krieger Lewin LLP.

objection received on or before the Objection Deadline with respect to the modification of the Ordinary Course Professional's engagement cannot be resolved, a hearing on the matter shall be held at the next reasonably available regularly scheduled hearing date.

PLEASE TAKE FURTHER NOTICE that, if no objection is timely submitted on or before the Objection Deadline, or if all timely objections are withdrawn or resolved, the Debtors shall be authorized to make the modifications to such Ordinary Course Professional's engagement, without the necessity of a hearing or further notice.

PLEASE TAKE FURTHER NOTICE that, following the modifications to the retention of the Ordinary Course Professional, such Ordinary Course Professional shall continue to be required to comply with the requirements of the OCP Order.

Dated: February 26, 2024
New York, New York

/s/ Luke A. Barefoot
Sean A. O'Neal
Luke A. Barefoot
Jane VanLare
Thomas S. Kessler
CLEARY GOTTlieb STEEN & HAMILTON
LLP
One Liberty Plaza
New York, New York 10006
Telephone: (212) 225-2000
Facsimile: (212) 225-3999

Counsel to the Debtors and Debtors-in-Possession

EXHIBIT A

OCP Declaration

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

DECLARATION OF DISINTERESTEDNESS

I, Paul M. Krieger, declare that the following is true to the best of my knowledge, information and belief:

1. I am a Partner of Krieger Lewin LLP, located at 350 Fifth Avenue, 77th Floor, New York, NY 10118 (the “Firm”), which the debtors and debtors in possession (the “Debtors”) in the above-captioned jointly-administered cases (the “Chapter 11 Cases”) have agreed to compensate in connection with representations of employees of the Debtors in the ordinary course of the Debtors’ business. The Debtors have requested that the Firm serve as counsel and provide legal representation to such employees in connection with ongoing investigations relating to the Debtors. The Firm has consented to provide such services. This Declaration is submitted in compliance with the *Order Authorizing the Debtors to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business*, ECF No. 102 (as may amended from time to time, the “Ordinary Course Professionals Order”).

2. The Firm may currently perform services, and may perform services in the future in matters unrelated to the Chapter 11 Cases for persons that are parties in interest in the

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 175 Greenwich Street, Floor 38, New York, NY 10007.

Chapter 11 Cases. The Firm does not perform services for any such person in connection with the Chapter 11 Cases, or have any relationship with any such person, their attorneys or their accountants that would be adverse to the Debtors or their estates.

3. The Debtors have requested that the Firm provide litigation and government investigations advice to employees of the Debtors, and the Firm has consented to provide such services.

4. The Firm has not provided services to the Debtors prior to the commencement of the Chapter 11 Cases.

5. The Firm keeps, in the ordinary course of business, time records in one-tenth-of-an-hour increments.

6. As part of its customary practice, the Firm is retained in cases, proceedings and transactions involving many different parties, some of whom may represent or be employed by the Debtors, claimants and parties in interest in the Chapter 11 Cases.

7. Neither I nor any principal, partner, director, or officer of or professional employed by, the Firm, has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

8. Neither I nor any principal, partner, director, or officer of or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which the Firm is to be employed.

9. The Debtors do not owe any amount in either U.S. Dollars or any other currency on the Petition Date for prepetition services or otherwise.

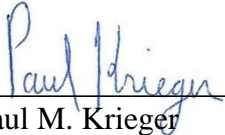
10. As of the Petition Date, the Firm was not party to an agreement for indemnification with the Debtors.

11. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of such inquiries, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

[Signature page follows]

I declare under penalty of perjury under the laws of the United States of America
that the foregoing is true and correct.

Dated: February 26, 2024



Paul M. Krieger
KRIEGER LEWIN LLP
350 Fifth Avenue, 77th Floor
New York, New York 10118
Tel.: (212) 390-9552

EXHIBIT B

OCP Questionnaire

Genesis Global Holdco, LLC, *et al.*
Chapter 11 Lead Case No 23-10063 (SHL)

RETENTION QUESTIONNAIRE¹

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY GENESIS GLOBAL
HOLDCO LLC, *et al.*, (the “Debtors”)

THIS QUESTIONNAIRE WILL BE FILED WITH THE COURT ON YOUR BEHALF.
PLEASE REMIT IT TO THE FOLLOWING ADDRESS:

Cleary Gottlieb Steen & Hamilton, LLP
One Liberty Plaza
New York, NY 10006

If more space is needed, please complete on a separate page and attach.

1. Name and address of the firm:

Krieger Lewin LLP
350 Fifth Avenue, 77th Floor
New York, New York 10118

2. Dates of retention: December 1, 2023 and January 31, 2024²

3. Type of services provided:

Legal representation of employees of the Debtors in connection with litigation and government investigations.

4. Brief description of services to be provided:

Litigation and government investigations in connection with ongoing investigations.

5. Arrangements for compensation (hourly, contingent, etc.):

Hourly, depending upon seniority/experience of attorney and analyst.

¹ All amounts are either owing in U.S. Dollars or have been converted to U.S. Dollars based on the applicable exchange rate in effect on the Petition Date.

² The two dates set forth herein refer to the date Krieger Lewin LLP was retained for each employee subject to this OCP Declaration and OCP Questionnaire

(a) Average hourly rate (if applicable): \$375-\$1,100

(b) Estimated average monthly compensation (based on prepetition retention if firm was employed prepetition):

6. Prepetition claims against any of the Debtors held by the firm:

Debtor(s) against whom claim is held: N/A

Amount of claim: N/A

Date claim arose: N/A

Source of claim: N/A

7. Prepetition claims against the Debtors held individually by any member or associate of the firm:

Name: N/A

Status: N/A

Debtor(s) against whom claim is held: N/A

Amount of claim: N/A

Date claim arose: N/A

Source of claim: N/A

8. Stock or American Depositary Shares of any of the Debtors currently held by the firm:

Kind of shares: N/A

No. of shares: N/A

9. Stock or American Depositary Shares of any of the Debtors currently held individually by any member or associate of the firm:

Name: N/A

Status: N/A

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-

named firm is to be employed.

N/A

Name: Paul Hiegn

Title: Partner

Exhibit C

Redline of Initial OCP Declaration and Revised OCP Declaration

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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Genesis Global Holdco, LLC, *et al.*,¹

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I, Paul M. Krieger, declare that the following is true to the best of my knowledge, information and belief:

1. I am a Partner of Krieger ~~Kim &~~ Lewin LLP, located at 350 Fifth Avenue, 77th Floor, New York, NY 10118 (the “Firm”), which the debtors and debtors in possession (the “Debtors”) in the above-captioned jointly-administered cases (the “Chapter 11 Cases”) have agreed to compensate in connection with representations of ~~an~~-employeess of the Debtors in the ordinary course of the Debtors’ business. The Debtors have requested that the Firm serve as counsel and provide legal representation to such employeess in connection with ongoing investigations relating to the Debtors. The Firm has consented to provide such services. This Declaration is submitted in compliance with the *Order Authorizing the Debtors to Retain and Compensate Certain Professionals Utilized in the Ordinary Course of Business*, ECF No. 102 (as may amended from time to time, the “Ordinary Course Professionals Order”).

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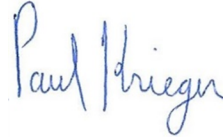
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[Signature page follows]

I declare under penalty of perjury under the laws of the United States of America
that the foregoing is true and correct.

Dated: ~~December 21, 2023~~ February 26, 2024



Paul M. Krieger
KRIEGER ~~KIM &~~ LEWIN LLP
350 Fifth Avenue, 77th Floor
New York, New York 10118
Tel.: (212) 390-9552

Genesis Global Holdco, LLC, *et al.*
Chapter 11 Lead Case No 23-10063 (SHL)

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Name: N/A

Status: N/A

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Name: N/A

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10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the

above-named firm is to be employed.

N/A

Name: Paul Hrieger

Title: Partner